

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF MISSISSIPPI  
JACKSON DIVISION**

STATE OF MISSISSIPPI, <i>ex rel.</i> JIM	)	
HOOD, ATTORNEY GENERAL,	)	CASE NO. 3:11-CV-343 HTW-LRA
	)	
Plaintiff,	)	
	)	
v.	)	
	)	
THE MCGRAW-HILL COMPANIES, INC.,	)	
STANDARD & POOR'S FINANCIAL	)	
SERVICES, LLC, MOODY'S	)	
CORPORATION AND MOODY'S	)	
INVESTORS SERVICE, INC.	)	
Defendants.		

**MOTION TO STAY RESPONSES TO MOTION TO REMAND, OR IN THE  
ALTERNATIVE, FOR EXTENSION OF TIME**

McGraw-Hill Companies, Inc. and Standard & Poor's Financial Services, LLC, ("Defendants") file this Motion to Stay Response Time for Motion to Remand, or in the alternative, for an extension of time to respond the State's Motion to Remand and for Fees and Costs in Response to S&P's Supplemental Notice of Removal ("Supplemental Motion to Remand"). For the reasons set forth below, Defendants respectfully request that the Court grant the instant motion.

This is one of nearly twenty actions initiated by the Attorneys General of states from around the country as well as the District of Columbia against Defendants ("the State Actions") that advance the same basic legal theory based on the same, if not absolutely identical, factual allegations.<sup>1</sup> On March 6, 2013, Defendants filed notices of removal in each of the State

---

<sup>1</sup> In addition to this one, actions have been filed by the Attorneys General of Arizona, Arkansas, Colorado, Connecticut, Delaware, the District of Columbia, Idaho, Illinois, Iowa, Maine, Missouri, North Carolina, Pennsylvania, South Carolina, Tennessee, and Washington.

Actions, asserting federal jurisdiction pursuant to 28 U.S.C. § 1331. Specifically, because each State's claim necessarily calls for determinations about disputed issues of federal law, and the federal interest in the resolution of those issues is substantial because the effectiveness of an entire federal regulatory regime depends on it (*see Grable & Sons Metal Products, Inc. v. Darue Engineering & Manufacturing*, 545 U.S. 308, 314 (2005)), federal question jurisdiction in these cases is present. Defendants filed a supplemental notice of removal (Dkt No. 34) on March 6, 2013 in this case, which was already pending in federal court after Defendants removed the action pursuant to both the Class Action Fairness Act, as well as traditional diversity grounds (Dkt No. 1).

On March 8, 2013, Defendants filed a motion before the Judicial Panel on Multidistrict Litigation ("JPML") to consolidate the State Actions, including this one, into a multidistrict litigation ("MDL") action, to provide an efficient mechanism for adjudicating what is unquestionably a nationwide and federal dispute involving important questions of federal law. *See* Memorandum of Law in Support of Movants' Motion To Transfer Actions for Coordinated or Consolidated Pretrial Proceedings Pursuant to 28 U.S.C. § 1407, dated Mar. 8, 2013 (attached as Exhibit 1).

On March 20, 2013, the State of Mississippi filed a Supplemental Motion to Remand in response to Defendants' Supplemental Notice of Removal. On March 21, 2013, Defendants filed a Motion to Stay all proceedings pending the JPML's resolution of Defendants' motion to transfer this and other related cases for centralized pretrial proceedings. (Dkt No. 39) Briefing on Defendants' motion to transfer will be complete no later than April 9, 2013.

While the parties have agreed that a response to the State's initial Motion to Remand, filed on August 7, 2011, is not due until after the Court rules on the Motion for Remand Related

Discovery, the State of Mississippi takes the position that the response to the most recent motion to remand, filed March 20, 2013, should not be stayed.

Given that, as the State asserts, briefing on the State's initial motion will not be complete until the discovery issues related to that motion are resolved (Supplemental Motion to Remand at 3), Defendants respectfully request that, at a minimum, the Court stay all responses to the pending remand motions so that Defendants may address all remand-related issues at once. Defendants further request that the Court grant Defendants' Motion to Stay these proceedings pending a resolution of their motion to transfer this and other related cases.

In the alternative, if the Court declines to stay the motion to remand response, Defendants request the Court grant them ten (10) days from the date of denial of this motion to respond to the motion to remand filed on March 20, 2013.

Dated: April 3, 2013

By: /s/ J. Chase Bryan  
Fred Krutz, MSB #4270  
J. Chase Bryan, MSB #9333  
Mandie B. Robinson, MSB # 100446  
FORMAN PERRY WATKINS KRUTZ &  
TARDY LLP  
200 South Lamar Street, Suite 100  
Jackson, Mississippi 39201-4099  
Phone: (601) 960-8600  
Fax: (601) 960-8613

Floyd Abrams (*pro hac vice*)  
S. Penny Windle (*pro hac vice*)  
Whitney M. Smith (*pro hac vice*)  
CAHILL GORDON & REINDEL LLP  
Eighty Pine Street  
New York, New York 10005-1702  
(212) 701-3000 (telephone)  
(212) 378-2712 (facsimile)

***Attorneys for The McGraw-Hill Companies, Inc.  
and Standard & Poor's Financial Services LLC***

**CERTIFICATE OF SERVICE**

I, J. Chase Bryan, do hereby certify that I have this day served the foregoing pleading via the Court's electronic filing system, to the following:

Geoffrey Morgan  
George W. Neville  
Meredith M. Aldridge  
Special Assistant Attorneys General  
Office of the Mississippi Attorney General  
P.O. Box 220  
Jackson, MS 39205  
[gnevi@ago.state.ms.us](mailto:gnevi@ago.state.ms.us)  
[gmorg@ago.state.ms.us](mailto:gmorg@ago.state.ms.us)  
[maldr@ago.state.ms.us](mailto:maldr@ago.state.ms.us)

Blake A. Tyler  
775 East Fortification Street  
Jackson, MS 39202  
[btyler@pgtlaw.com](mailto:btyler@pgtlaw.com)

Vatterria Martin  
5709 Highway 80 West  
Jackson, MS 39209  
[vmmartin@4martinsatlaw.com](mailto:vmmartin@4martinsatlaw.com)

Betsy Alexandra Miller  
Kit A. Pierson  
Cohen Milstein Sellers & Toll  
1100 New York Avenue, NW, Suite 500 West  
Washington, DC 20005  
[bmiller@cohenmilstein.com](mailto:bmiller@cohenmilstein.com)  
[Kpierson@cohenmilstein.com](mailto:Kpierson@cohenmilstein.com)

***Counsel for Plaintiff, State of Mississippi, ex rel. Jim Hood, Attorney General***

C. Michael Ellingburg  
Daniel Coker Horton & Bell, P.A.  
4400 Old Canton Road  
Suite 400  
Post Office Box 1084  
Jackson, MS 39215-1084  
[mellingburg@danielcoker.com](mailto:mellingburg@danielcoker.com)

Joshua M. Rubins  
James J. Coster  
Glenn C. Edwards  
**SATTERLEE STEPHENS BURKE & BURKE LLP**  
230 Park Avenue, 11th Floor  
New York, New York 10169  
[jrubins@ssbb.com](mailto:jrubins@ssbb.com)  
[jjcoster@ssbb.com](mailto:jjcoster@ssbb.com)

*Attorneys for Moody's Corporation and Moody's Investors Service, Inc.*

This the 3rd day of April, 2013.

/s/ **J. Chase Bryan**

J. Chase Bryan